

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CELLCO PARTNERSHIP d/b/a VERIZON WIRELESS, :
and VERIZON COMMUNICATIONS INC., :

Petitioners, :

vs. :

PATRICIA BROWN, HAROLD P. SCHROER, and :
DAWN M. ZOBRIST, on an individual basis and on :
behalf of others similarly situated, :

Respondents. :

No. 08 CV 427 (LAK)

**DECLARATION OF
JONATHAN H. BLAVIN IN
SUPPORT OF PETITIONERS'
MOTION TO FILE
DOCUMENTS UNDER SEAL**

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I, Jonathan H. Blavin, declare as follows:

1. I am a member of the Bar of the State of California associated with Munger, Tolles & Olson LLP and am one of the attorneys for Cellco Partnership d/b/a Verizon Wireless and Verizon Communications, Inc. (collectively, "Verizon Wireless") in the arbitration that is the subject of this proceeding. I am personally familiar with the proceedings in the arbitration.

2. Exhibits 29, 32, 33, 40, 44-51 and 55 attached to my declaration in support of Petitioner's Motion to Vacate Class Determination Award contain highly-confidential, proprietary information relating to Verizon Wireless's finances and business operations. Disclosure of this information could be used for unfair advantage by Verizon Wireless's competitors.

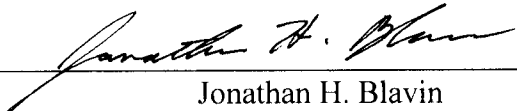
3. These exhibits were designated as confidential in the consolidated arbitration *Brown and Zobrist v. Verizon Wireless*, Nos. 11 494 01274 05 and 11 494 0032 05 (American Arbitration Association), and were accepted as such by the arbitrator.

4. Many of these exhibits contain substantially the same propriety information that were in documents that the court in *In Re Cellphone Termination Fees*, J.C.C.P. 4332 (Cal. Superior Court, Alameda County) approved to be filed under seal.

5. A copy of my declaration with the confidential information redacted from the above-referenced exhibits has been submitted for the public record.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 11, 2008


Jonathan H. Blavin

CERTIFICATE OF SERVICE

I, Carl Micarelli, a member of the Bar of this Court, certify as follows:

On this 11th day of February 2008, I served the within Notice of Motion to File Documents Under Seal, Declaration of Jonathan H. Blavin in Support of Petitioners' Motion to File Documents Under Seal, and Memorandum of Law in Support of Petitioners' Motion to File Documents Under Seal upon Scott A. Bursor, counsel for the Respondents, by sending a copy by electronic mail to scott@bursor.com, such means of service being an electronic means to which he has consented in writing pursuant to Rule 5(b)(2)(E) of the Federal Rules of Civil Procedure.

Dated: New York, New York
February 11, 2008

A handwritten signature in cursive script, reading "Carl Micarelli", is positioned above a horizontal line.

Carl Micarelli